

Exhibit 2

Term Sheet (REVISED – Late - 2-22-2018)

PREPA – Executive Director/Chief Executive Officer

2-19-2018

Term – Commencing on the second day after the last required approval is granted and continuing for two (2) years thereafter with an automatic one-year extension occurring one month prior to the end of the second full year of employment unless either party (the Board or myself) provides written notice of unwillingness to extend

Employment Status – “Trust” employee of PREPA with all normal benefits of a “trust” employee

Title – Executive Director and Chief Executive Officer

Residence - Expected to establish residency as soon as possible and live in Puerto Rico

Base - \$450 K

Bonus – 100% of Base opportunity at target – Opportunity to earn up to 150% of target based on goal achievement – Goals to be set by Board with CEO concurrence

Long Term Incentive Compensation – Not provided by PREPA

Retirement - Not eligible to receive retirement benefits or standard PREPA contribution to retirement

May voluntarily contribute up to the plan limit of 11% of base salary

If contributing, will earn 5% on deposited funds on a non-qualified basis

Health/Dental/Vision Insurance – Participation from first day of employment on same basis as trust employees. Includes an annual executive physical exam

Vacation – 15 (20 ?) days per year with full vacation allowed in the first partial year of employment (2018)

Sick time – 18 days per year (use or lose)

Relocation/Dislocation/Disruption Allowances – One time payment of \$100,000 to cover all expenses associated with relocation to San Juan, dislocation, moving, periodic visits to Nevada for checking up on permanent home, cost of house watchers in Reno and Portland, cost of setting up in San Juan, temporary living expenses in San Juan, cost of relocating back to Reno, NV, at the end of employment

Business Travel on behalf of PREPA – Coach class travel but may use mileage awards to upgrade or accept complimentary airline upgrades

Company Car – PREPA will provide a company car and driver for use in official company business and commuting

Outside Boards – The PREPA Board of Directors acknowledges and accepts that I will remain a member of the Boards of Directors of South Jersey Industries (SJI) and AEGIS (the mutual insurance company

serving the electric power industry.) I am attaching the board schedules for the remainder of 2018. The 2019 schedules are similar.

Club Memberships/Wellness Allowance – Not provided by PREPA

Life Insurance – Not Provided by PREPA

Disability Insurance – Not provided by PREPA

Deferred Compensation Program – Not provided by PREPA

Termination – If during the first year of employment, my employment is terminated for any reason other than cause or voluntary resignation, the terms of this contract, including payment of bonus at target, will be paid to the end of the first year. If a change of control occurs at any time and employment is terminated, the payment shall be one year of base pay and bonus.

Reporting Relationship – I understand that the Board of Directors is my “boss” but I also acknowledge that the Governor of Puerto Rico is the Chief Executive of the Commonwealth and has ultimate executive authority over the activities of myself and PREPA.

Telephony and Computer Services – Provided by PREPA to facilitate the proper functioning of the ED/CEO

Outside Boards of Directors Schedule for 2018

South Jersey Industries (Non-executive Chairman)

(All meetings are in New Jersey)

Annual meeting and board meeting

May 9-11

Board strategic planning meeting	June 13-15
Board meeting	September 12-14
Board meeting	November 14-16

AEGIS Insurance Services

(Meeting locations vary)

Board meeting (Bermuda)	April 17-20
Board strategic planning meeting (Omaha)	June 25-26
Board meeting and policy holder meetings (Chicago)	July 16-19
Board meeting (Williamsburg, VA)	October 24-25